

**United States Bankruptcy Court
Southern District of New York**

In re: Lehman Brothers Holdings, Inc., et al.

Case No. 08-13555 (JMP) (Jointly Administered)

TRANSFER OF CLAIMS OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001 (e) (2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Värde Investment Partners, L.P.

Name of Transferee

Merrill Lynch Credit Products, LLC

Name of Transferor

Name and Address where notices to transferee should be sent:

8500 Normandale Lake Boulevard
Suite 1500
Minneapolis, MN 55437
Attn: Edwina P.J. Steffer
e-mail: esteffer@varde.com

Court Claim # (if known): 65956

Amount of Claim Transferred: \$3,500,000.00 (of the allowed amount of the claim)

Date Claim Filed: December 16, 2009

Phone:

Last Four Digits of Acct. #: _____

Last Four Digits of Acct. #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

VÄRDE INVESTMENT PARTNERS, L.P.

BY: VÄRDE INVESTMENT PARTNERS G.P., LLC,
ITS GENERAL PARTNER

BY: VÄRDE PARTNERS, L.P.,
ITS MANAGING MEMBER

BY: VÄRDE PARTNERS, INC.,
ITS GENERAL PARTNER

By: _____

Name: **Brad P. Bauer**
Title: **Senior Managing Director**

Date: _____

2/17/12

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

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Southern District of New York**

In re: Lehman Brothers Holdings, Inc. et al.

Case No. 08-13555 (JMP) (Jointly Administered)

TRANSFER OF CLAIMS OTHER THAN FOR SECURITY

CLAIM 65956 was filed or deemed filed under 11 U.S.C. § 1111(a) in this case by the alleged transferor. As evidence of the transfer of that claim, the transferee filed a Transfer of Claim other than for Security in the Clerk's office of this court on .

<u>Merrill Lynch Credit Products, LLC</u> Name of Alleged Transferor	<u>Värde Investment Partners, L.P.</u> Name of Transferee
Address of Alleged Transferor:	Address of Transferee :
Merrill Lynch Credit Products, LLC c/o Bank of America Merrill Lynch Bank of America Tower -- 3rd Floor One Bryant Park New York, New York 10036 Attention: Jeff Benesh / Ron Torok / Ante Jakic / Gary S. Cohen Telephone: (646) 855-7450 Email: jeffrey.benesh@baml.com / ron.torok@baml.com / Ante.Jakic@baml.com / g.cohen@baml.com	Värde Investment Partners, L.P. 8500 Normandale Lake Boulevard Suite 1500 Minneapolis, MN 55437 Attn: Edwina P.J. Steffer E-mail: esteffer@varde.com

~DEADLINE TO OBJECT TO TRANSFER~

The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty-one (21) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.

Date: _____

CLERK OF THE COURT

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

Merrill Lynch Credit Products, LLC, with offices at c/o Bank of America Merrill Lynch, Bank of America Tower – 3rd Floor, One Bryant Park, New York, New York 10036 (“Seller”), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim Agreement dated as of the date hereof, does hereby certify that Seller has unconditionally and irrevocably sold, transferred and assigned to Värde Investment Partners, L.P., with offices at 8500 Normandale Lake Boulevard, Suite 1500, Minneapolis, MN 55437, its successors and assigns (“Buyer”), an undivided pro rata share to the extent of a 50% interest in and to all rights, title and interest in and to Seller’s claims against Lehman Brothers Commercial Corporation (Claim No.: 65956) in the amount of \$7,000,000 (the “Claim Amount”), which pro rata share represents \$3,500,000 of the Claim Amount (the “Transferred Claim”) in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (jointly administered) (JMP).

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this Evidence of Transfer of Claim as an unconditional assignment and Buyer herein as the valid owner of the Transferred Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Transferred Claim to Buyer.

IN WITNESS WHEREOF, the undersigned have duly executed this Evidence of Transfer of Claim by their duly authorized representatives as of the 17 day of February, 2012.

MERRILL LYNCH CREDIT PRODUCTS, LLC

By:  (F)

Name: **RONALD TOROK**
Title: **VICE PRESIDENT**

VÄRDE INVESTMENT PARTNERS, L.P.

BY: VÄRDE INVESTMENT PARTNERS G.P., LLC,
ITS GENERAL PARTNER

BY: VÄRDE PARTNERS, L.P.,
ITS MANAGING MEMBER

BY: VÄRDE PARTNERS, INC.,
ITS GENERAL PARTNER

By: 

Name:
Title: **Brad P. Bauer**
Senior Managing Director